

State of Idaho

Office of the Secretary of State

CERTIFICATE OF WITHDRAWAL
OF
PHOENIX NETWORK, INC.

File Number C 94015

I, PETE T. CENARRUSA, secretary of State of the State of Idaho, hereby certify that Application for Certificate of Withdrawal from this State, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Withdrawal and attach hereto a duplicate of the Application for such Certificate.

Dated: March 1, 2002



Pete T. Cenarrusa
SECRETARY OF STATE

By *Mutahie Teninty*



APPLICATION FOR CERTIFICATE OF WITHDRAWAL

(Instructions on back of application)

2002 MAR -1 AM 11:06

To the Secretary of State of Idaho

Pursuant to Section 30-1-1520, Idaho Code, the undersigned Corporation hereby applies for a certificate of withdrawal from the State of Idaho, and for that purpose submits the following statement:

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the corporation is Phoenix Network, Inc.

The name which it used in Idaho is Phoenix Network, Inc.

2. It is incorporated under the laws of Delaware

3. It is not transacting business in the State of Idaho.

4. It hereby surrenders its authority to transact business in said state.

5. It revokes the authority of its registered agent in the State of Idaho to accept service of process and consents that service of process in any action, suit or proceeding based upon any cause of action arising in the State of Idaho during the time it was authorized to transact business therein may thereafter be made on it by registered or certified mail to the corporation at the address listed in item 6., below.

6. The post office address to which process against the corporation may be mailed is Diane Barnes, 1801 California St., Suite 5100, Denver, CO 80202

7. It agrees to notify the Secretary of State of the State of Idaho of any change to the address in Item 6.

Signature *Yash Rana*
Typed Name Yash Rana
Capacity Vice Pres. & Asst. Secretary

Customer Acct # :
(if using pre-paid account)
Secretary of State use only
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Revised 01/2001

ID024-12/03/01 CT System Online

Received 02-28-2002 18:01 From-213 614 9347

IDAHO SECRETARY OF STATE
03/01/2002 05:00
CK: 86377 CT: 28168 TRF: 49300 02
To-EBERLE BERL 1 @ 20.00 = Pa 20.00 FOR WITHDR # 2
1 @ 20.00 = Pa 20.00 EXPEDITE C # 3